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GOOGLE INC.

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14 SAN FRANCISCO DIVISION

15 ORACLE AMERICA, INC.,
16 Plaintiffs,
17 v.
18 GOOGLE INC.,
19 Defendant.

Case No. 3:10-cv-03561 WHA

**DECLARATION OF SUSAN A. KIM IN
SUPPORT OF GOOGLE'S
ADMINISTRATIVE MOTION TO SEAL
OPPOSITIONS TO ORACLE'S MOTIONS
IN LIMINE AND CORRESPONDING
EXHIBITS**

20 Dept. Courtroom 8, 19th Fl.
21 Judge: Hon. William Alsup

1 I, SUSAN A. KIM, declare as follows:

2 1. I am an attorney employed by Google Inc. ("Google"), where I have served as
3 senior litigation counsel for four years. My job responsibilities include, but are not limited to,
4 supervising our outside counsel in connection with litigation matters (such as this one), as well as
5 familiarizing myself with the areas of Google's businesses and documentation concerning those
6 businesses as they related to litigation matters under my supervision. I submit this declaration in
7 support of Google's Administrative Motion to File Under Seal Oppositions to Oracle's Motions
8 in Limine and Corresponding Exhibits (hereinafter "Opps. to MILs"). I have knowledge of the
9 facts set forth herein, and if called upon as a witness, I could testify to them competently under
10 oath.

11 2. I have reviewed Google's Opps. to MILs and the exhibits in to the Declaration of
12 Reid Mullen in support of Google's Oppositions to Oracle's Motions in Limine ("Mullen Decl.").

13 A. The following portions of these Oppositions and corresponding exhibits
14 contain Google's extremely confidential and commercially sensitive Android-related financial
15 information:

16 • **Google's Opp. to Oracle's Motion in Limine No. 4**

- 17 ■ Page 5, line 6 (the dollar amount after "causal nexus between"
18 reflecting revenue and financial information which are not public).
- 19 ■ Page 5, line 8 (the percentage reflects revenue and financial
20 information which are not public).
- 21 ■ Page 8, line 4 (the dollar amount before revenues reflecting revenue
22 and financial information which are not public).
- 23 ■ Page 8, line 15 (the dollar amount of estimated profits reflecting
24 revenue and financial information which are not public).
- 25 ■ Page 11: fn. 5 (the dollar amount after the apportionment reflecting
26 revenue and financial information which are not public).
- 27 ■ Page 13, lines 20-21 (the dollar amount at the end of the sentence
28 reflecting revenue and financial information which are not public).

**Ex. 22 to Mullen Declaration: (Excerpts from the March 23, 2016
Deposition of James Kearl)**

- Page 179: 17,18, 20, 22 (dollar figures reflecting revenue and financial information which are not public).
- Page 181: 16, 17 (dollar figures reflecting revenue and financial information which are not public).

Google does not publicly allocate revenue or profits to Android separate and apart from Google's general business. Accordingly, Google considers the non-public financial data identified above to be highly sensitive, and public disclosure of that information could have significant negative effects on Google's business. Google only seeks to seal the specific numbers and percentages contained in the above listed passages.

B. In addition, the following portions of Google's Opps. to MILs contain sensitive information related to Google's agreements with third parties.

- **Google's Opp. to Motion in Limine No. 4**

- Page 5, line 8 (the percentage reflecting revenue and agreement terms which are not made public).
- Page 8, line 21 (the parenthetical reflecting revenue and agreement terms which are not made public).

The information relating to third-parties and third party agreements that is quoted, discussed, and/or summarized in the passages above is subject to stringent confidentiality requirements contained within the relevant agreements. Indeed, Google places strict limits on who has access to the terms of these agreements to ensure confidentiality is retained. Also, Google does not disclose this information to the public. Public disclosure of this information could severely and adversely impact Google's ability to negotiate, among other things, similar terms with other third parties in connection with similar agreements now or in the future. Google only seeks to seal the specific numbers and terms in the above listed portions.

3. Accordingly, the selected portions of Google's Opposition to MIL # 4 and Exhibit 22 to the Mullen Declaration should therefore be filed under seal.

1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct to the best of my knowledge.

3 Executed this 6th day of April, 2016 at San Francisco, California.

4
5
6 By: 
7 SUSAN A. KIM